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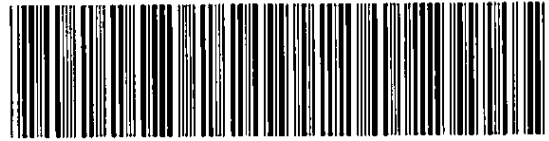
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DATE: 06/04/2024

NAME: THE ADAM AND JOHN BROWN FOUNDATION, INC

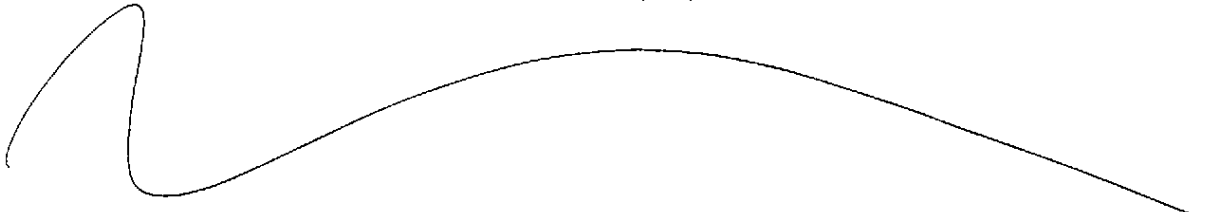
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ARTICLES OF INCORPORATION
OF
THE ADAM AND JOHN BROWN FOUNDATION, INC.

A Florida Not for Profit Corporation

ARTICLE 1
NAME OF THE CORPORATION

The name of the corporation is THE ADAM AND JOHN BROWN FOUNDATION, INC. (the "Corporation").

ARTICLE 2
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is located at 1395 Panther Lane, Suite 300, Naples, Florida 34109.

ARTICLE 3
DURATION

The period of the duration of the Corporation is perpetual unless dissolved according to Florida law.

ARTICLE 4
PURPOSES

The Corporation is organized exclusively for charitable, educational, scientific, or literary purposes, in each case within the meaning of Section 501(c)(3), including for such purposes, but not limited to, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or any corresponding section of any future federal tax code.

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation; and to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a corporation not for profit under Florida law.

ARTICLE 5
PROHIBITED ACTIVITIES

5.1 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, members, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation.

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5.2 No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

5.3 Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under §501(c)(3) of the Code, or (b) by a corporation, contributions to which are deductible under §§170(c)(2), 2055, and 2522 of the Code.

5.4 The Corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code. Further, the Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, nor retain any excess business holdings as defined in Section 4943(c) of the Code, nor make any investments in such manner as to incur tax liability under Section 4944 of the Code, nor make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE 6 REGISTERED AGENT

The name of the registered agent of the corporation is C T Corporation System. The street address of this registered agent is 1200 South Pine Island Road, Plantation, Florida 33324.

ARTICLE 7 MEMBERS

The Corporation shall not have members.

ARTICLE 8 BOARD OF DIRECTORS

8.1 The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of such number of persons as shall be fixed by the Bylaws from time to time, but shall not be less than the number of directors required by the Florida Not for Profit Corporation Act, which at the time of execution of these Articles of Incorporation is three (3). The terms of office, qualifications, and method of appointment of the directors shall be as specified in the Bylaws. There shall be three (3) directors on the initial Board of Directors.

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8.2 The names and addresses of the initial members of the Board of Directors are:

<u>Name:</u>	<u>Address:</u>
Jon O'Malley	5861 N. Merrimac Chicago, IL 60646
John Moore	1800 Galleon Drive Naples, FL 34102
Daniel O'Malley	6717 N. Jean Avenue Chicago, IL 60646

ARTICLE 9 DISSOLUTION

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively as the Board of Directors shall determine to one or more organizations that are then described in Code Sections 170(c)(2), 501(c)(3), 2055(a)(2), and 2522(a)(2), and that have purposes substantially similar to those of the Corporation, or to one or more units or agencies of federal, state, or local government to be used exclusively for public purposes. Any of such assets not so distributed shall be distributed to one or more of such organizations as determined by the Circuit Court of the county in which the principal office of the Corporation is then located.

ARTICLE 10 AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be altered, amended, or repealed, and new Articles of Incorporation may be adopted, by a majority of the Board of Directors.

ARTICLE 11 INCORPORATOR

The sole incorporator of the Corporation is Kimberly Leach Johnson, Esq. The complete business address of the sole incorporator is 1395 Panther Lane, Suite 300, Naples, Florida 34109-7874.

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STATE OF FLORIDA
NAPLES COUNTY

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 3rd day of June, 2024.



Kimberly Leach Johnson,
Esq., Incorporator

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OFFICE

**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTIONS 48.091 and 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

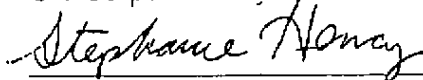
The name of the Corporation is The Adam and John Brown Foundation, Inc.

The name of the initial registered agent of the Corporation is C T Corporation System. The street address of this registered agent is 1200 South Pine Island Road, Plantation, Florida 33324.

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System



By: Stephanie Hencz,
Title: Assistant Secretary

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Date: June 3, 2024